

**THE  
GREENBRIER  
COMPANIES**

The Greenbrier Companies

One Centerpointe Drive Suite 200  
Lake Oswego Oregon 97035  
503 684 7000

October 8, 1991

1-288A002

Ms. Mildred Lee  
Recordation  
Interstate Commerce Commission  
Room 2303  
12th and Constitution Avenues, N.W.  
Washington, D.C. 20423

17561  
OCT 15 1991 - 10 45 AM  
INTERSTATE COMMERCE COMMISSION

Dear Ms. Lee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement dated as of August 2, 1991 a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Railcar, Inc.  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

Lessee: City of Prineville Railway  
185 East 10th Street  
Prinville, OR 97754

A description of the railroad equipment covered by the enclosed document is:

Fifty (50) 100-ton solid bottom woodchip gondola railcars bearing marks and numbers as follows:

COP 30000 through COP 30049, inclusive

Also enclosed is a payment of \$15 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

LIBRARY  
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Ms. Mildred Lee  
October 8, 1991  
Page 2

Kindly return stamped copies of the enclosed document not needed for your files to Ms. Janet E. Hudson, Administrative Assistant, The Greenbrier Companies, One Centerpointe Drive, Suite 200, Lake Oswego, Oregon 97035. A short summary of the enclosed primary document to appear in the Commission's Index is:

Memorandum of Lease Agreement dated as of August 2, 1991 between Greenbrier Railcar, Inc., Lessor, and City of Prineville Railway, Lessee, covering fifty (50) 100-ton solid bottom woodchip gondola railcars bearing marks and numbers as follows:

COP 30000 through COP 30049, inclusive

Sincerely,

A handwritten signature in cursive script, appearing to read "Janet E. Hudson".

Janet E. Hudson  
Administrative Assistant

jeh  
Enclosure

cc: Charles T. Kappler, Esq.

**Interstate Commerce Commission**  
Washington, D.C. 20423

10/15/91

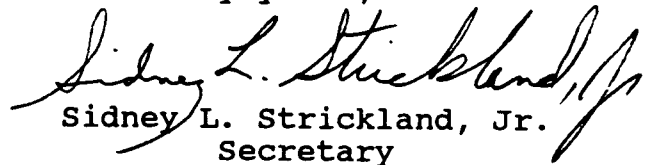
OFFICE OF THE SECRETARY

Janet E. Hudson  
Administrative Assistant  
The Greenbrier Companies  
One Centerpointe Drive Suite 200  
Lake Oswego, Oregon 97035

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/15/91 at 10:45am, and assigned recordation number(s). 17561

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

17561

RECEIVED 10 15 1991 10 45 AM

OCT 15 1991 - 10 45 AM

INTERSTATE COMMERCE COMMISSION

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MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER RAILCAR INC. ("LESSOR")

AND

CITY OF PRINEVILLE RAILWAY ("LESSEE")

AUGUST 2, 1991

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Memorandum of a Lease Agreement made and entered into as of August 2, 1991 by and between Greenbrier Railcar Inc., a Delaware corporation, ("Lessor") and City of Prineville Railway an Oregon corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor fifty (50) 100-ton solid bottom woodchip gondola railcars bearing marks and numbers as follows: COP 30000 through COP 30049, inclusive.
2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

LESSOR: GREENBRIER RAILCAR, INC.

By: Norris M. Webb, VP.

LESSEE: CITY OF PRINEVILLE RAILWAY

By: J. Price

STATE OF OREGON                     )  
  ) ss.  
COUNTY OF CLACKAMAS            )

On this 8th day of October, 1991, before me personally appeared Norris M. Webb, to me personally known, who being by me duly sworn, says that he is the Vice President of Greenbrier Railcar, Inc. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

James E. Hedman  
NOTARY PUBLIC

My commission expires: 5/23/94

STATE OF OREGON                     )  
  ) ss.  
COUNTY OF CROOK                )

On this 27th day of SEPTEMBER, 1991, before me personally appeared J.L. PRICE, to me personally known, who being by me duly sworn, says that he is the GENERAL MANAGER of City of Prineville Railway the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Pauline E. Moss  
NOTARY PUBLIC

My commission expires: 1/14/95

